

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
OAK ROCK FINANCIAL, LLC,	:	
	:	Case No. 8-13-72251 (DTE)
Debtor.	:	
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NOTICE OF COUNTER-SETTLEMENT OF ORDER

PLEASE TAKE NOTICE that on **Friday, September 13, 2013 at 1:00 p.m.** the annexed Counter-Order Amending Second Interim Order Authorizing Use of Cash Collateral will be submitted for signature to the Honorable Dorothy T. Eisenberg, United States Bankruptcy Judge, United States Bankruptcy Court, Eastern District of New York, Alfonse M. D'Amato U.S. Courthouse, 290 Federal Plaza, Central Islip, New York.

Dated: September 10, 2013
New York, NY 10017

KAPLAN & LEVENSON P.C.

By: /s/ Steven M. Kaplan
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Attorneys for Eric Rothenberg, Alisse Rothenberg, Eric Jay Rothenberg Rollover IRA, Jeffrey Rapaport, Jeffrey Rapaport M.D. Defined Benefit Profit Sharing Plan, Shelley Saftler, Corey M. Saftler, Corey M. Saftler CGM IRA Custodian, Laura Kaplan, Arlene Saftler, POS Funding, Alan Guber, Florence Guber and Jacalyn Weidhorn

STATEMENT IN SUPPORT OF COUNTER-ORDER

Eric Rothenberg, Alisse Rothenberg, Eric Jay Rothenberg Rollover IRA, Jeffrey Rapaport, Jeffrey Rapaport M.D. Defined Benefit Profit Sharing Plan, Shelley Saftler, Corey M. Saftler, Corey M. Saftler CGM IRA Custodian, Laura Kaplan, Arlene Saftler, POS Funding, Alan Guber, Florence Guber and Jacalyn Weidhorn submit the annexed Counter-Order for signature by the Court. Annexed hereto is a redline showing the changes from the proposed order noticed for settlement by the Debtor (Docket No. 383).

The changes reflect the following:

1. The definition of “Participants” should be changed to include all of the parties who assert participation interests in the loans made by the Debtor. This was previously agreed to by all parties in interest, yet for some reason not included in the Debtor’s proposed order.
2. The reservation of rights in Paragraph (E) of the “findings” should be broad and not limited to paragraph 16 of the Second Cash Collateral Order, which contains other broader reservation of rights language.
3. Section 2(e) of the Order should be modified to include a sentence providing that the formation of the separate escrow accounts does not limit or impair any parties’ rights to the amounts contained in said escrow account. This provision is consistent with the blanket reservation of rights in the Second Cash Collateral Order and in all proceedings to date.
4. A Paragraph 2(g) should be added to the order to include the “Clawback Right” as both the Debtor and IDB represented to the Court would be included in an order as a condition to the right to distribute funds from the “non-participated loans” pursuant to the amendment (which is over all of the Participants’ objections). There is no explanation for not including this critical language in the order.
5. Paragraph 3 of the Order should be clarified to include parties who requested the Agent-Oak Rock loan and security documents via e-mail will receive them.
6. Paragraph 4 should be expanded to five business days’ notice.